

COCA COLA ENTERPRISES INC  
 Form 4/A  
 January 13, 2003  
 SEC Form 4/A

<p><b>FORM 4</b></p> <p>[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p>	<p><b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b>                  Washington, D.C. 20549</p> <p><b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b></p> <p>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940</p>	<p>OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287                  Expires: January 31, 2005                  Estimated average burden hours per response: . . . . 0.5</p>	
<p>1. Name and Address of Reporting Person*  <b>Holl, William A.</b></p> <hr/> <p>(Last) (First) (Middle)  <b>Suite 700</b>  <b>2500 Windy Ridge Parkway</b></p> <hr/> <p>(Street)  <b>Atlanta, GA 30339</b></p> <hr/> <p>(City) (State) (Zip)  <b>U.S.</b></p>	<p>2. Issuer Name and Ticker or Trading Symbol  <b>Coca-Cola Enterprises Inc. CCE</b></p> <hr/> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p>	<p>4. Statement for (Month/Day/Year)  <b>January 2 2003</b></p> <hr/> <p>5. If Amendment, Date of Original (Month/Day/Year)  <b>01/06/2003</b></p>	<p>6. Relationship of Reporting Person(s) to Issuer                  (Check all applicable)</p> <p>_____ Director _____ 10%</p> <p>Owner _____</p> <p><input checked="" type="checkbox"/> Officer _____</p> <p>Other _____</p> <p>Officer/Other Description <b>Senior Vice President, Marketing and Business Development, North American Group</b></p> <hr/> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Individual Filing</p> <p>_____ Joint/Group Filing</p>

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code   V	Amount   A/D   Price			
Common Stock	01/02/2003 (1)	M	10,200   A   \$7.0750(2)		D	
Common Stock	01/02/2003 (1)	S	10,200   D   \$21.8200	104,572	D	
Common Stock				12,284	I	By 401(k) and Supplemental 401(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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**Form 4 (continued)**

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code and Voluntary Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed Of (D) Of (Instr. 3,4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
1994 Stock Option Plan (2)	\$7.0750 (2)	01/02/2003 (1)	M I	(D) 10,200	02/07/1995   02/07/2004 <hr/> (DE)   (ED)	Common Stock - 10,200		4,800	D	

Explanation of Responses :

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. **By: E. Liston Bishop III, Attorney-in-Fact for William A. Holl**

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

01-13-2003

\*\* Signature of Reporting Person

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,

Date

**Power of Attorney**

See Instruction 6 for procedure.

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Potential persons who are to respond to the collection of information contained in this form are not

required to respond unless the form displays a currently valid OMB number.

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**Form 4 (continued)**

<p><b>FOOTNOTE Descriptions for Coca-Cola Enterprises Inc. CCE</b></p> <p style="text-align: right;">Form 4 - January 2003</p> <p><b>William A. Holl Suite 700 2500 Windy Ridge Parkway Atlanta, GA 30339</b></p> <hr/> <p><b>Explanation of responses:</b></p>
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- (1) The transactions reported on this Form 4 were effected pursuant to a 10b5-1 trading plan adopted by the reporting person November 14, 2002.
- (2) This amendment is being filed to correct the option grant date and option price. Previously reported the exercise as the 1995 Option Grant.